

TRANSMITTAL LETTER
P95000026834

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Black Fin & Associates, Inc
(Proposed corporate name - must include suffix)

FILED
APR 30 11 1:32

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Glenn Black
Name (printed or typed)

20000144432
-03/31/95--01007--012
*****78.75 *****78.75

5191 College Parkway
Address

FT Myers, FL 33919
City, State & Zip

813-481-2122
Daytime Telephone number

H. SIMS APR - 5 1995

NOTE: Please provide the original and one copy of the articles.

Articles Of Incorporation

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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ARTICLE I CORPORATE NAME

The name of the Corporation shall be BlackFin & Associates, Inc.

ARTICLE II PRINCIPAL CORPORATE OFFICE

The principal place of business, the location of the corporate office and the mailing address for BlackFin & Associates, Inc. shall be 8191 College Parkway, Fort Myers, FL 33919.

ARTICLE III ACCOUNTING PERIOD & METHOD

BlackFin & Associates, Inc. will maintain it's books and records on the Cash basis with the tax year ending on December 31 of each year.

ARTICLE IV SHARES OF STOCK

The number of shares that BlackFin & Associates, Inc. is authorized to have outstanding at any one time is 500 shares each with a par value of \$1.00 each. All shares will be initially held by the incorporators.

ARTICLE V NATURE OF BUSINESS

This corporation may engage in or transact all lawful activities or business as permitted by the State of Florida.

ARTICLE VI INITIAL REGISTERED AGENT

Glenn Balck, corporate president, will serve as the initial registered agent for BlackFin & Associates Enterprises, Inc. His address is 6891 Pentland Way, Fort Myers, FL 33912.

ARTICLE VII S-CORPORATION STATUS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such action as may be necessary shall be deemed to have been taken by appropriate officers to accomplish this compliance. This corporation has also elected to be treated under Section 1362 of the Internal Revenue Code for tax purposes.

ARTICLE VIII TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE IX LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other right to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE X INCOPORATORS

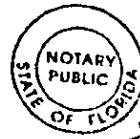
The names and street addresses of the incorporators to the Articles of Incooperation are:

Angela Black 6891 Pentland Way Fort Myers, FL 33912

The undersigned incorporators have executed these Articles of Incorporation this 7th day of March, 1995.

Glenn E. Black Angela Black
Signature Signature

Before me this 7th day March, 1995, has appeared Glenn E. Black
Angela Black & provided identification in the form of Personally Known
Victoria Y. Winfrey My Commission expires 10/4/96
notary

 VICTORIA Y WINFREY
My Comm Exp. 10-4-96
Bonded By Service Ins
No. CC294465
Notary Public State of Florida

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is BlackFin & Associates, Inc.

2. The name of the registered agent and office is :

Glenn Black
6891 Pentland Way
Fort Myers, FL 33912

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept obligations of my position as registered agent.


signature